



Joseph Transportation Services, Inc.
a subsidiary of Joseph Transportation

RECORDATION NO. **23697** FILED

OCT 12 '01 12-50 PM

SURFACE TRANSPORTATION BOARD

September 18, 2001

Ms. Taledia Stokes
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Ms. Stokes:

Please find enclosed, two (2) originals of the Memorandum of Railroad Equipment Lease Agreement dated as of July 16, 2001 between the following parties:

Lessee: Bangor and Aroostook Railroad Company
RR 2, Box 45
Bangor, ME 04401-9602

Lessor: Joseph Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

Please see Exhibit A attached hereto for the equipment, (12) railcars, involved in this transaction.

This filing is to appear in the index as follows: Memorandum of Railroad Equipment Lease Agreement dated July 16, 2001 related to twelve (12) railcars bearing reporting marks BAR 150-161, inclusive.

Please file this agreement as a primary document. The amount of \$28.00 is included on Check # 16506 for the filing fees for this document. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 929-4500.

Sincerely,

Joseph Transportation Services, Inc.

Julie M. Woodard

Julie M. Woodard
Documentation Coordinator

Enclosures

**MEMORANDUM OF
RAILROAD EQUIPMENT LEASE AGREEMENT**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE** ("Memorandum of Lease") entered into this 16th day of July, 2001, is intended to evidence the lease dated as of July 16, 2001 (the "Lease"), between **JOSEPH TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **BANGOR AND AROOSTOOK RAILROAD COMPANY**, a Maine corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the twelve (12) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

**JOSEPH TRANSPORTATION
SERVICES, INC.**

By: 

Name: Kenneth W. Miller, Jr.

Title: Executive Vice President

Date: July 16, 2001

**BANGOR AND AROOSTOOK RAILROAD
COMPANY**

By: 

Name: RICHARD J. RUSHMORE

Title: V.P.

Date: 23 July 2001

RECORDATION NO. 23697 FILED

OCT 12 '01 12:50 PM

SURFACE TRANSPORTATION BOARD

STATE OF OHIO
COUNTY OF HAMILTON

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) SS:

The foregoing instrument was acknowledged before me this 16 day of July, 2001, by Kenneth W. Miller, Jr., the Executive Vice President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

Julie M. Woodard
Notary Public

My Commission expires:

Sept. 24, 2002



JULIE M. WOODARD
Notary Public, State of Ohio
My Commission Expires Sept. 24, 2002

STATE OF MAINE
COUNTY OF PENOBSBOT

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) SS:

The foregoing instrument was acknowledged before me this 23rd day of July, 2001, by Richard J. Rushmore the VP & Treasurer of Bangor and Aroostook Railroad Company, a Maine corporation, on behalf of the corporation.

Dorinda J. Griffiths
Notary Public

My Commission expires:

5/17/2007

EXHIBIT A

To the Memorandum of Lease dated July 16, 2001, between Joseph Transportation Services, Inc. and Bangor and Aroostook Railroad Company.

DESCRIPTION OF UNITS

Twelve (12) railcars bearing reporting marks as follows:

BAR 150-161, inclusive